

**The Alabama Securities Commission
The Kentucky Department of Financial Institutions
The Mississippi Secretary of State's Office
The South Carolina Office of the Attorney General**

In the matter of)	
)	Joint Administrative
)	Proceeding
)	File Nos.
MORGAN ASSET MANAGEMENT, INC., a)	Alabama: SC-2010-0016
wholly owned subsidiary of MK HOLDING, INC.,)	Kentucky: 2010-AH-021
a wholly owned subsidiary of REGIONS)	Mississippi: S-08-0050
FINANCIAL CORPORATION; MORGAN)	South Carolina: 08011
KEEGAN & COMPANY, Inc., a wholly owned)	
subsidiary of REGIONS FINANCIAL)	
CORPORATION; JAMES C. KELSOE, JR.;)	
BRIAN B. SULLIVAN; GARY S. STRINGER;)	
and MICHELE F. WOOD,)	
)	
Respondents)	

ORDER APPOINTING HEARING OFFICER

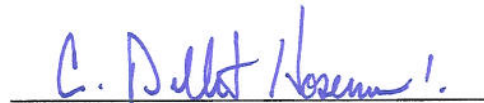
THIS DAY THIS MATTER having come before the Secretary of State on request of Peter J. Anderson, Esquire, Counsel for Respondents, for an administrative hearing on the Notice of Intent to Revoke Registration and Notice of Intent to Impose Administrative Penalty issued in this matter and the Secretary of State being fully advised in the premises hereby appoints the Honorable Cliff Hodge, Esquire, as Mississippi's Administrative Hearing Officer to hear this case.

Pursuant to Mississippi Securities Act Rule 805, the Joint Administrative Hearing is set to begin at 9:00 a.m. Tuesday, October 5, 2010. The Joint Administrative Hearing will be held at the offices of the Alabama Securities located at 401 Adams Avenue, Suite 280, Montgomery, Alabama 36104.

The said Administrative Hearing Officer shall conduct an administrative hearing in this matter in compliance with the rules and statutes regarding such proceedings and shall, within a reasonable time after the close of the hearing, issue his Findings of Facts and Conclusions of Law, which shall be submitted to the Secretary of State for his review and final determination in his capacity as the ultimate finder of fact and adjudicative authority of the law in this matter.

SO ORDERED, this, the 27th day of April, 2010.

C. DELBERT HOSEMANN, JR.
Secretary of State

A handwritten signature in blue ink, reading "C. Delbert Hosemann, Jr.", is written over a horizontal line.

Prepared By:
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